



Nominating Committee Meeting Minutes – August 22, 2018

Ten Pin Building Mezzanine

Present

Board: Cheri Strong (NC Chair), Ed Smith, James Kloor, Robert Donovan (via phone), Mary Ella Anderson

Staff: Emily Walter, Melanie Bettenhausen

Members: Lisa Blandford

1. **Welcome and Review**

The meeting commenced at 6:00pm by Cheri.

2. **Approve Minutes**

Consensus to approve the April 2018 Nominating Committee minutes.

3. **Review Board Application Guidelines**

The group discussed what guidelines to follow if a person were to submit an application that went over the 500-word limit. It was decided that following review of applications at the Nominating Committee meeting, the Nominating Committee chair would contact any applicants to inform them of their error, giving them one-week opportunity to get their application in compliance of the 500-word limit. If the applicant makes no adjustments during the one-week timeframe the answer to their last question will be cut off at word 500.

4. **Review Board Application Guidelines**

- Melanie – how will the applications be reviewed?
 - o James – based on the bylaws and board policy manual.
- Cheri – I like all eight of the applications.
- James – I believe there is a conflict of interest with Lisa Blandford’s application since her husband recently separated from his position as Store Manager at the Arcata Co-op.
 - o Lisa – I planned to run for the board before Vince’s separation took place. I would like to be on the board and be involved with community work.
- Melanie – another conflict of interest is that Lisa served confidential documents to the board at the August board meeting.
 - o Lisa – I did not serve the board. I delivered the documents to the board because there was no other way to get them to them other than through staff. If I was elected and anything came up with my husband, I would recuse myself from that. I believe it’s a separate issue from me running for the board. I’ve been coming to board meetings for over a year in preparation for running for the board.
 - o Ed – I see this as a serious conflict of interest since the board has a confidential letter that can’t be discussed with the membership.
- Cheri – in this month’s Cooperative Grocer there was an article about recruiting board members not for their skill set but for what they can do for the co-op in the future. Such as inviting them to board meetings and letting the candidates decide for themselves whether they are qualified.
- Robert – in agreement that the candidates are a good fit for the cooperative.

Motion by Mary Ella and seconded by Robert to allow all candidates to run and let the members decide.

Discussion

- James – democracy works when people have all the information that they need. But in this case, there is confidentiality that doesn’t allow this. The bylaws include conflicts of interest as a reason to exclude candidates.
- Melanie – the board has a fiduciary responsibility.
- Lisa – I’m my own individual and have a lot to offer to the board. I’m an honest and ethical person.
 - o Melanie – this group does not question your integrity. This is about a conflict of interest that we would investigate with any candidate. As board members, you put the Co-op into certain positions by the votes you make.

- James – requests legal input on this potential conflict of interest.
- ACTION: Melanie – will get written legal advice.

Executive Session

The board entered Executive session at 6:38pm

No reportable actions were taken.

Executive Session Ended at 6:51

Motion: Allow all eight candidates to run.

Candidates are: Colin Fiske, Daniel Duncan, Leah Stamper, Lisa Blandford, Maxwell Jones, Michael Reeves, Mitch Enfield, and Molly Robles

Mary Ella moved, 2nd from Robert, Motion passes (3/0/2) Ed and James oppose.

5. Election Materials and Campaigning

ACTION: Cheri will write an article for the election guide.

ACTION: Emily will send last year's article to Cheri.

6. Agreements

Approve all candidates.

7. Next agenda items

Next meeting October 25, 1-5pm at the Ten Pin to count ballots.

Meeting adjourned at 6:59pm by consensus

Floating Items:

- How many employees should be allowed to hold a board seat?
- Policy for when a board member becomes an employee.

Minutes by Emily Walter